

FILED
In the Office of the
Secretary of State of Texas

JUN 14 1963

Clerk A
Corporations Section

ARTICLES OF INCORPORATION
OF
SEAGULL PIPELINE CORPORATION

The undersigned natural person of the age of eighteen years or more, acting as the sole incorporator of a corporation under the Texas Business Corporation Act, does hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation is Seagull Pipeline Corporation.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose or purposes for which the corporation is organized are:

To transact any and all lawful business for which corporations may be incorporated under the Texas Business Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is ten thousand (10,000) shares, and the par value of each of such shares shall be ten cents (\$0.10). All such shares shall be of one class and shall be designated as Common Stock.

No shareholder shall have a preemptive right to acquire any shares or securities of any class, whether now or hereafter authorized, which may at any time be issued, sold or offered for sale by the corporation.

The corporation may purchase, directly or indirectly, its own shares to the extent of the aggregate of its unrestricted capital surplus and unrestricted reduction surplus available therefor upon the authorization of such action by

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SUPERFUND RECORDS

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the Board of Directors of the corporation only and without the necessity of a vote of the shareholders of the corporation.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of its shares consideration of the value of One Thousand Dollars (\$1,000.00), consisting of money paid, labor done, or property actually received.

ARTICLE SIX

The address of its initial registered office is Suite 2000, 1100 Louisiana, Houston, Texas 77002, and the name of its initial registered agent at such address is Travis J. Tucker.

ARTICLE SEVEN

The number of directors constituting the initial Board of Directors is three (3) and the names and addresses of the persons who are to serve as the directors of the corporation until the first annual meeting of the shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
M. Allen Reagan	Suite 2000, 1100 Louisiana Houston, TX 77002
Joe T. Ryo	Suite 2000, 1100 Louisiana Houston, TX 77002
Dan H. Montgomery	Suite 2000, 1100 Louisiana Houston, TX 77002

The right of shareholders to cumulative voting in the election of directors is expressly prohibited.

ARTICLE EIGHT

The name and address of the incorporator is T. Mark Kelly, c/o Vinson & Elkins, First City Tower, 1001 Pannin, Houston, Texas 77002.

ARTICLE NINE

Except as may be provided in the Bylaws of the corporation, the power to alter, amend, or repeal the Bylaws or to adopt new Bylaws of the corporation shall be vested in the Board of Directors of the corporation; provided, however, that the Bylaws made by the Board of Directors and the power so conferred may be repealed or changed by action of the shareholders.

IN WITNESS WHEREOF, the undersigned has set his hand this 13th day of June, 1983.


T. Mark Kelly

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

13th I, a notary public, do hereby certify that on this the day of June, 1983, personally appeared T. Mark Kelly, who, being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator and that the statements contained therein are true.


NOTARY PUBLIC in the
State of Texas

My Commission Expires:

11-30-86